

**IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

IN RE: GENERIC PHARMACEUTICALS  
PRICING ANTITRUST LITIGATION

THIS DOCUMENT RELATES TO:

*The Kroger Co. et al. v. Actavis Holdco U.S., Inc., et al.*

MDL No: 2724  
16-MD-2724

Individual Case No: 18-CV-284

HON. CYNTHIA M. Rufe

**KROGER PLAINTIFFS' MOTION FOR LEAVE TO AMEND**

Direct Action Plaintiffs The Kroger Co., Albertsons Companies, LLC, H.E. Butt Grocery Company L.P., and Smith Drug Company (collectively, the “Kroger DAPs”) submit this Motion for Leave to Amend pursuant to Federal Rule of Civil Procedure 15(a)(2).

The proposed Second Amended Complaint seeks to add new allegations detailing new Defendants and new drugs, including those identified by the State AGs in *Connecticut v. Teva Pharmaceutical Industries Ltd.*, No. 19-cv-2407-CMR. The SAC also adds Smith Drug Company as a Plaintiff. For the reasons demonstrated in the accompanying Memorandum in Support of this Motion, the Kroger DAPs seek:

1. Leave of Court to file their proposed Second Amended Complaint;

2. An Order from this Court providing that the proposed Second Amended Complaint is deemed substituted for the Kroger DAPs’ First Amended Complaint for the purposes of the remaining Motions to Dismiss.

Dated: January 28, 2020

Respectfully submitted,

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